

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
VICTORIA DIVISION

UNITED STATES COURTS
SOUTHERN DISTRICT OF TEXAS
ENTERED

APR 18 2001

IN RE:

SENTRY OPERATING COMPANY OF
TEXAS, INC.

CASE NO. 01-

MICHAEL H. MULBY, CLERK OF COURT

SENTRY GROUP SERVICES, INC.

CASE NO. 01-

SENTRY OPERATING CO.

CASE NO. 01-

SENTRY OPERATING WEST, INC.

CASE NO. 01-

SENTRY OPERATING COMPANY
OF COLORADO, INC

CASE NO. 01-

SENTRY OPERATING COMPANY
OF KANSAS, INC.

CASE NO. 01-

SENTRY OPERATING COMPANY OF
NEW MEXICO, INC.

CASE NO. 01-

SENTRY SERVICES AGENCY, INC.-DEL

CASE NO. 01-

SENTRY SERVICES AGENCY, INC. -
NEW MEXICO

CASE NO. 01-

CREMATION SOCIETY OF OKLAHOMA,
INC.

CASE NO. 01-

FUNERAL SERVICE MANAGEMENT, INC.

CASE NO. 01-

AMEY FUNERAL HOME, INC.

CASE NO. 01-

DEBTORS

JOINTLY ADMINISTERED

UNDER CASE NO. 01-60129-V2-11

**ORDER AUTHORIZING PAYMENT OF WAGES, SALARIES,
VACATION PAY, REIMBURSABLE EMPLOYEE EXPENSES,
AND EMPLOYEE BENEFIT CONTRIBUTIONS**

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Came on for consideration the Emergency Motion for Authority to Pay Prepetition Wages, Salaries, Vacation Pay, Reimbursable Employee Expenses, and Employee Benefit Contributions (the "Motion"), filed by Debtors, for an order authorizing the Debtors to pay prepetition wages, salaries, commissions, vacation pay, reimbursable employee expenses and Employee Benefit Contributions; and it appearing that the relief requested is necessary to preserve the Debtors' ongoing operations, and is in the best interests of the Debtors' estates, their creditors, equity holders and all parties in interest; and in light of the circumstances and the emergency nature of the relief requested, and after due consideration and it appearing to the Court that sufficient cause exists to grant the relief requested; accordingly, it is therefore

ORDERED that the Debtors be and are hereby authorized pay to their employees (the "Employees") all wages, salaries, and vacation pay; it is further

ORDERED that the Debtors be and are hereby authorized to reimburse the Employees for their out-of-pocket business-related expenses consisting, *inter alia*, of all necessary and authorized travel, entertainment and related business expenses (collectively, the "Employee Claims"); it is further

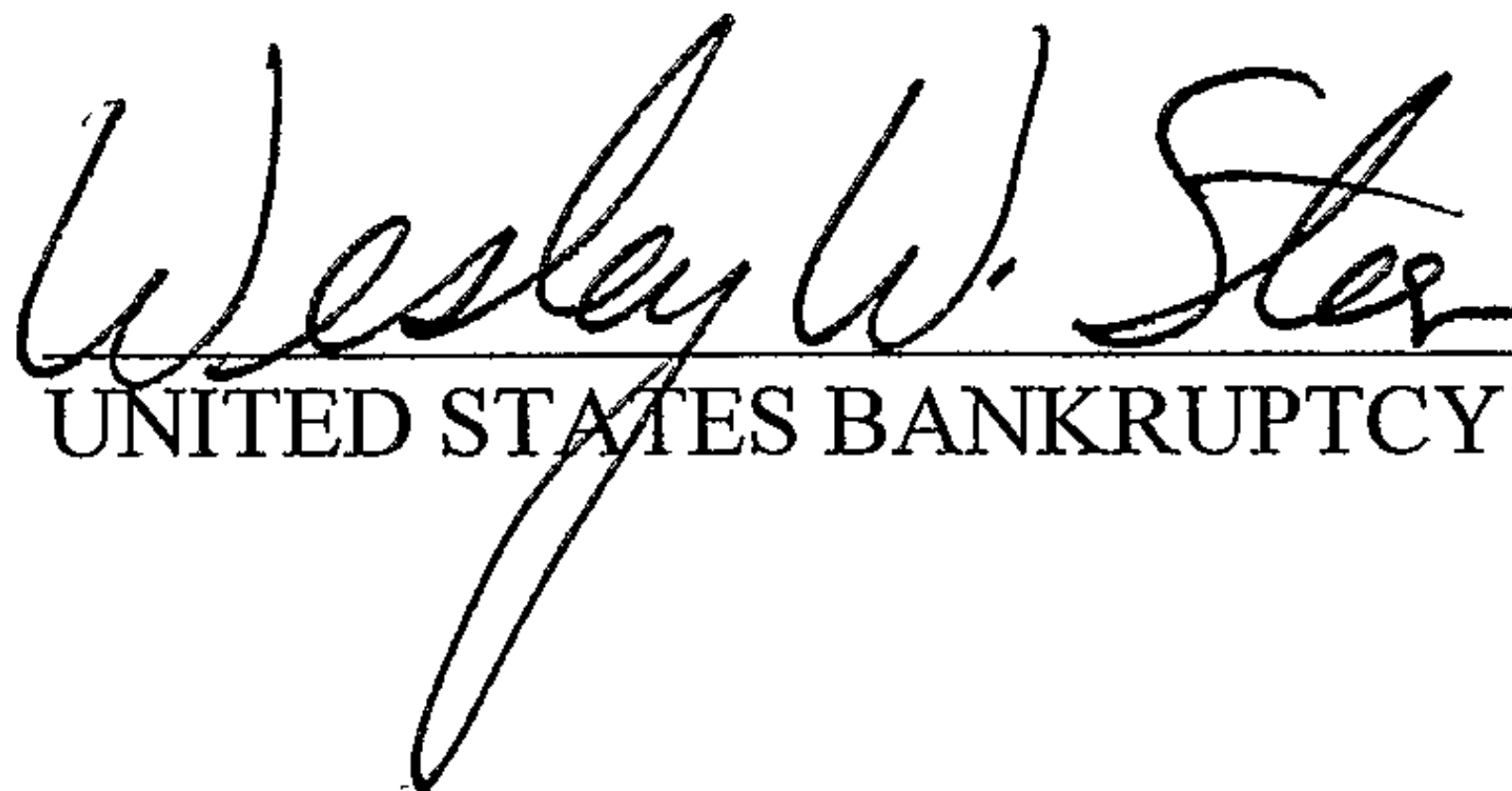
ORDERED that the Debtors be and are hereby authorized to make all Employee Benefit Contributions (as defined in the Motion), which have been earned, incurred and/or accrued prior to the commencement of these cases (the "Petition Date") by virtue of the services rendered by the Employees; and, it is further

ORDERED that all applicable banks and other financial institutions be and are hereby authorized to receive, process, honor and pay any and all checks drawn on the Debtors' payroll accounts, whether presented prior to or after the Petition Date in accordance with the Debtors' stated

policies with regard thereto, provided sufficient funds exist in the payroll accounts to cover such payment; and it is further

ORDERED that the Debtors be and are hereby authorized to pay all costs incident to Prepetition Employee Claims and Employee Benefit Contributions (such as payroll-related taxes and processing costs) in accordance with Debtors' stated policies with regard thereto.

SIGNED this 18th day of April, 2001


UNITED STATES BANKRUPTCY JUDGE